

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

IN RE MERCK & CO., INC. SECURITIES, DERIVATIVE & "ERISA" LITIGATION	MDL No. 1658 (SRC)
THIS DOCUMENT RELATES TO: THE CONSOLIDATED SECURITIES ACTION	Case No. 2:05-CV-01151-SRC-CLW Case No. 2:05-CV-02367-SRC-CLW

**STIPULATED ORDER OF DISMISSAL WITH PREJUDICE**

Pursuant to Federal Rule of Civil Procedure 41(a)(1)(A)(ii), upon the stipulation of Plaintiff Rhoda Kanter and Defendants, by and through their respective counsel, Plaintiff Kanter's claims asserted in the Corrected Consolidated Fifth Amended Class Action Complaint and her individual action, *Kanter v. Merck & Co., Inc., et al.*, No. 04-5359 (D.N.J.), including Plaintiff Kanter's Section 11, 12(a)(2) and 15 claims under the Securities Act of 1933 against Defendants Merck & Co., Inc., Raymond V. Gilmartin, Dr. Edward Scolnick, Richard C. Henriques, Judy C. Lewent, Lawrence A. Bossidy, William G. Bowen, Johnetta B. Cole, Niall FitzGerald, William B. Harrison, William N. Kelley, Heidi G. Miller, Thomas E. Shenk, Anne M. Tatlock, and Samuel O. Thier, are hereby DISMISSED, with prejudice, with each side to bear its own costs and attorneys' fees.

Nothing in this Stipulation and Order has dismissed, or shall be deemed to have dismissed, the claims of the Lead Plaintiffs brought pursuant to the Securities Exchange Act of 1934 in this consolidated securities action.

**STIPULATED AND AGREED:**

Dated: October \_\_\_\_, 2012

**CRAVATH, SWAINE & MOORE LLP**

By: \_\_\_\_\_  
Evan R. Chesler  
Robert H. Baron  
Karin A. DeMasi  
825 Eighth Avenue  
New York, New York 10019-7475  
Telephone: (212) 474-1000

*Counsel for Defendants Merck & Co., Inc.,  
Raymond V. Gilmartin, Peter S. Kim, Alise S.  
Reicin, Judy C. Lewent, Kenneth C. Frazier,  
Richard C. Henriques, Jr., David Anstice, Per  
Wold-Olsen, Lawrence A. Bossidy, William G.  
Bowen, Johnnetta B. Cole, Niall FitzGerald,  
William B. Harrison, Jr., William N. Kelley,  
Heidi G. Miller, Thomas E. Shenk, Anne M.  
Tatlock and Samuel O. Thier*

Dated: October \_\_\_\_, 2012

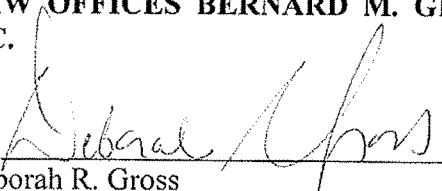
**SCHULTE ROTH & ZABEL LLP**

By: \_\_\_\_\_  
Martin L. Perschetz  
Sung-Hee Suh  
William H. Gussman, Jr.  
919 Third Avenue  
New York, New York 10022  
Telephone: (212) 756-2000

*Counsel for Defendant Edward M. Scolnick*

Dated: October 18, 2012

**LAW OFFICES BERNARD M. GROSS,  
P.C.**

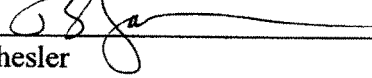
By:  \_\_\_\_\_  
Deborah R. Gross  
Suite 450  
John Wanamaker Building  
100 Penn Square East  
Philadelphia, PA. 19107  
Telephone: (215) 561-3600

*Counsel for Plaintiff Rhoda Kanter*

**STIPULATED AND AGREED:**

Dated: October 24, 2012

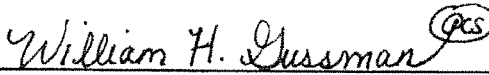
**CRAVATH, SWAINE & MOORE LLP**

By:   
Evan R. Chesler  
Robert H. Baron  
Karin A. DeMasi  
825 Eighth Avenue  
New York, New York 10019-7475  
Telephone: (212) 474-1000

*Counsel for Defendants Merck & Co., Inc.,  
Raymond V. Gilmartin, Peter S. Kim, Alise S.  
Reicin, Judy C. Lewent, Kenneth C. Frazier,  
Richard C. Henriques, Jr., David Anstice, Per  
Wold-Olsen, Lawrence A. Bossidy, William G.  
Bowen, Johnnetta B. Cole, Niall FitzGerald,  
William B. Harrison, Jr., William N. Kelley,  
Heidi G. Miller, Thomas E. Shenk, Anne M.  
Tatlock and Samuel O. Thier*

Dated: October 24, 2012

**SCHULTE ROTH & ZABEL LLP**

By:   
Martin L. Perschetz  
Sung-Hee Suh  
William H. Gussman, Jr.  
919 Third Avenue  
New York, New York 10022  
Telephone: (212) 756-2000

*Counsel for Defendant Edward M. Scolnick*

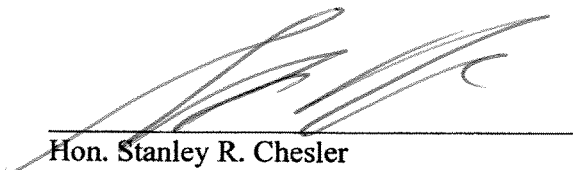
Dated: October \_\_\_\_, 2012

**LAW OFFICES BERNARD M. GROSS,  
P.C.**

By: \_\_\_\_\_  
Deborah R. Gross  
Suite 450  
John Wanamaker Building  
100 Penn Square East  
Philadelphia, PA. 19107  
Telephone: (215) 561-3600

*Counsel for Plaintiff Rhoda Kanter*

SO ORDERED this 13 day of ~~October~~ <sup>March</sup>, 2013.

  
\_\_\_\_\_  
Hon. Stanley R. Chesler  
United States District Judge